

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE MUNICIPAL DERIVATIVES)	
ANTITRUST LITIGATION)	MDL No. 1950
)	
<hr/>)	Master Docket No. 08-02516 (VM) (GWG)
)	
THIS DOCUMENT RELATES TO:)	
)	
ALL ACTIONS)	
)	

**CLASS PLAINTIFFS' MOTION FOR PRELIMINARY APPROVAL OF
SETTLEMENT WITH DEFENDANT JPMORGAN**

Class Plaintiffs hereby move for an Order granting preliminary approval of a settlement agreement (“Settlement Agreement”) reached between Plaintiffs the City of Baltimore, MD, the University of Mississippi Medical Center, the University of Southern Mississippi, the Mississippi Department of Transportation, the University of Mississippi, the Central Bucks School District, and the Bucks Counter Water & Sewer Authority (“Plaintiffs”), individually and on behalf of the putative class of purchasers in this action (the “Settlement Class” or “Class”), and Defendants JPMorgan Chase Co., J.P. Morgan Securities, Inc. (n/k/a J.P. Morgan Securities LLC), and Bear Stearns & Co., Inc. (n/k/a J.P. Morgan Securities LLC), (collectively, “JPMorgan”).

Pursuant to the Settlement Agreement, JPMorgan has agreed to a settlement amount of \$44,575,000 million, or with a potential opt out reduction, \$42,575,000, in exchange for dismissal of claims by the Class against JPMorgan Chase in this litigation. While the Settlement Agreement is not an admission or evidence of any violation of any statute or law or of any liability or wrongdoing by JPMorgan, JPMorgan further agrees to provide reasonable cooperation to Class Counsel and Class Members.

Class Plaintiffs will submit to the Court proposed forms of a Class Notice, Publication Notice, Notice Plan, Claim Form and Distribution Plan for the Court's consideration and at a later date for approval.

Therefore, pursuant to Rule 23(e) of the Federal Rules of Civil Procedure, Class Plaintiffs respectfully move the Court to:

- (a) Preliminarily approve the Settlement Agreement;
- (b) Conditionally certify the proposed Settlement Class as defined in the Settlement Agreement;
- (c) Appoint Interim Co-Lead Counsel as counsel for the Settlement Class pursuant to Fed. R. Civ. P. 23(g);
- (d) Authorize Class Plaintiffs to provide notice of the Settlement Agreement to Class Members, in a form to be approved in advance by the Court, to be submitted no later than 30 days after granting this Motion;
- (e) Approve Rust Consulting, Inc. as administrator of the settlement and Citibank, N.A. as escrow agent;
- (f) Schedule a final fairness hearing for December 14, 2012 at 2:00 p.m. pursuant to Fed. R. Civ. P. 23(e)(2) to determine whether the proposed Settlement should be granted final approval;
- (g) Set deadlines for accomplishing other steps in the Settlement-approval process;
- (h) Stay the proceedings against JPMorgan in accordance with the terms of the Settlement Agreement; and
- (i) Grant such other and further relief as may be appropriate.

This motion is supported by the Settlement Agreement; Plaintiffs' Memorandum of Law

in Support of Motion for Preliminary Approval, submitted herewith; all pleadings filed in this case; and such additional evidence or argument as may be presented to the Court.

Dated: May 30, 2012

Respectfully submitted,

/s/ Michael D. Hausfeld

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